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UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

| | | |
|---------------------------------------|---|--------------------------------------|
| CITY OF STERLING HEIGHTS |) | No. 2:12-cv-05275-MCA-LDW |
| GENERAL EMPLOYEES' |) | |
| RETIREMENT SYSTEM, Individually |) | <u>CLASS ACTION</u> |
| and on Behalf of All Others Similarly |) | |
| Situated, |) | [PROPOSED] ORDER AWARDING |
| |) | ATTORNEYS' FEES AND |
| Plaintiff, |) | EXPENSES AND PLAINTIFFS' |
| |) | EXPENSES |
| vs. |) | |
| |) | |
| PRUDENTIAL FINANCIAL, INC., et |) | |
| al., |) | |
| |) | |
| Defendants. |) | |

THIS MATTER having come before the Court on September 28, 2016, on Plaintiffs' counsel's motion for an award of attorneys' fees and expenses and Plaintiffs' expenses, the Court, having considered all papers filed and proceedings conducted herein, having found the Settlement of this class action (the "Litigation") to be fair, reasonable, and adequate and otherwise being fully informed in the premises and good cause appearing therefore;

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:

1. All of the capitalized terms used herein shall have the same meanings as set forth in the Stipulation of Settlement filed with the Court. *See* Dkt. No. 425-2.
2. This Court has jurisdiction over the subject matter of this application and all matters relating thereto, including all Class Members who have not timely and validly requested exclusion.
3. The Court hereby awards to Lead Counsel attorneys' fees of 30% of the Settlement Amount, an amount totaling \$9,900,000, as well as litigation expenses totaling \$798,955.79, together with the interest earned on both amounts for the same time period and at the same rate as that earned on the Settlement Fund until paid. The Court finds that the amount of fees awarded is fair and reasonable under the "percentage-of-recovery" method.
4. The Court hereby awards \$10,500, \$1,500 and \$7,200 to Plaintiffs National Shopmen Pension Fund, Heavy & General Laborers' Locals 472 & 172 Pension and Annuity Funds and Roofers Local No. 149 Pension Fund, respectively.

The Court finds that these awards are fair and reasonable in light of Plaintiffs' significant time commitments on behalf of the Class.

5. The fees and expenses shall be allocated among Plaintiffs' counsel in a manner which, in Lead Counsel's good-faith judgment, reflects each such counsel's contribution to the prosecution and settlement of the Litigation.

6. Awarded attorneys' fees and expenses and Plaintiffs' awards shall immediately be paid to Lead Counsel and Plaintiffs subject to the terms, conditions, and obligations of the Stipulation of Settlement.

IT IS SO ORDERED.

DATED: Sept 25-16



THE HONORABLE MADELINE COX ARLEO
UNITED STATES DISTRICT JUDGE